

CERTIFICATE OF TRUST

STATE MS.-DESOTO CO.
MAR 29 3 03 PM '04

The undersigned, after first being duly sworn, states as follows:

1. The name of the Trust is:

The Milton Lee Martin Revocable Trust dated March 10, 2004. BK 102 PG 485

2. The street and mailing address of the Trust's office is:

11756 Highway 178
Olive Branch, MS 38654

3. The names and mailing address of the Trustee is:

Milton Lee Martin and Irma Jean Martin, Trustees
11756 Highway 178
Olive Branch, MS 38654

4. The name of the Grantor is Milton Lee Martin.

5. Pursuant to Article IV of the Trust, Grantor has the right to amend or revoke the trust during his lifetime.

6. A legal description of all interests in real property owned by the Trust at the time of this Certificate is attached hereto as **Exhibit A**.

7. There is no termination date for the Trust.

8. The Trustee generally has all the rights and discretions over the assets in the Trust which could be exercised by persons owning similar assets in their own right, including the rights and powers authorized to Trustees under Mississippi Code Annotated Section 91-9-7 and as further described in the Trust.

IN WITNESS WHEREOF, the undersigned have executed this Certificate of Trust this 18th day of March, 2004.

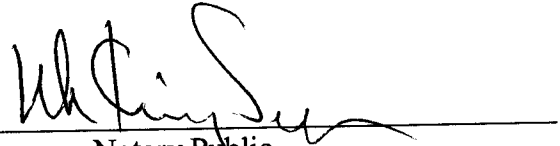
Milton Lee Martin
Milton Lee Martin, Trustee & Grantor

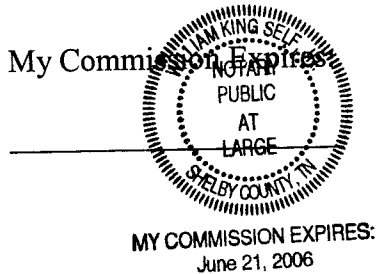
Irma Jean Martin
Irma Jean Martin, Trustee

STATE OF TENNESSEE
COUNTY OF SHELBY

Be it remembered that on this 18 day of March, 2004, before me, a Notary Public in and for the county and state aforesaid, came **Milton Lee Martin**, to me personally well known, who stated that he is the Grantor and one of the two Trustees of The Milton Lee Martin Revocable Trust dated March 10, 2004, and further stated and acknowledged that he had so signed, executed and delivered said CERTIFICATE OF TRUST for the consideration, uses, and purposes therein mentioned and set forth.

IN TESTIMONY WHEREOF, I have hereunto set my hand and official seal this 18 day of March, 2004.

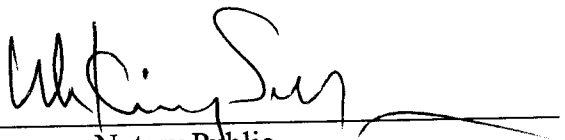

Notary Public

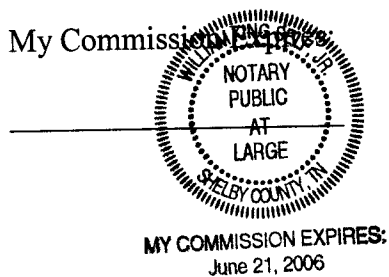


STATE OF TENNESSEE
COUNTY OF SHELBY

Be it remembered that on this 18 day of March, 2004, before me, a Notary Public in and for the county and state aforesaid, came **Irma Jean Martin**, to me personally well known, who stated that she is one of the two Trustees of the The Milton Lee Martin Revocable Trust dated March 10, 2004, and is duly authorized in her capacity to execute the foregoing CERTIFICATE OF TRUST for and in the name and behalf of said Trust, and further stated and acknowledged that she had so signed, executed and delivered said CERTIFICATE OF TRUST for the consideration, uses, and purposes therein mentioned and set forth.

IN TESTIMONY WHEREOF, I have hereunto set my hand and official seal this 18 day of March, 2004.


Notary Public



The following information is not a part of this Certificate of Trust.

Prepared by and Return to:
William King Self, Jr., Attorney (#9756)
1355 Lynnfield Rd., Suite 101
Memphis, TN 38119
901-761-5151
901-761-2788

EXHIBIT A

THE MILTON LEE MARTIN REVOCABLE TRUST
DATED MARCH 10, 2004

MISSISSIPPI PROPERTIES

7785 Andover Cove

Lot 3014, Section O, Southaven West Subdivision, as shown on the Plat of record in Plat Book 5, Page 12 and 13, in the office of the Chancery Clerk of DeSoto County, Mississippi.

7803 Andover Cove

Lot 3013, Section O, Southaven West Subdivision, in Section 26, Township 1 South, Range 8 West, City of Southaven, DeSoto County, Mississippi, as shown by plat of record in Plat Book 5, Pages 12 and 13, in the office of the Chancery Clerk of DeSoto County, Mississippi.

7769 Augusta Cove

Lot 3027, Section O in Southaven West Subdivision, on Section 26, Township 1 South, Range 8 West, as shown on the plat recorded in Plat Book 5, Pages 12 and 13, in the office of the Chancery Clerk of DeSoto County, Mississippi.

7792 Augusta Cove

Lot 3031, Section O, in Southaven West Subdivision, in Section 26, Township 1 South, Range 8 West, as shown by the plat recorded in Plat Book 5, Pages 12 and 13, in the office of the Chancery Clerk of DeSoto County, Mississippi.

1664 Custer Drive

Lot 3101, Section "O", Southaven West Subdivision, in Sections 23 and 26, Township 1 South, Range 8 West, as shown on plat of record in Plat Book 5, Pages 12 and 13, in the office of the Chancery Clerk of DeSoto County, Mississippi, to which plat reference is hereby made for a more particular description of said lot.

EXHIBIT A

THE MILTON LEE MARTIN REVOCABLE TRUST
DATED MARCH 10, 2004

7547 Southaven Circle

Lot 2874, Section N, Southaven West Subdivision, located and situated in Section 26, Township 1 South, Range 8 West, DeSoto County, Mississippi, as per plat thereof recorded in Plat Book 5 at Pages 8 and 9, in the office of the Chancery Court Clerk of DeSoto County, Mississippi and reference to which plat is hereby specifically made for a more particular description of said lot.

7677 Rockingham

Lot 3031, Section O, in Southaven West Subdivision, in Section 26, Township 1 South, Range 8 West, as shown by the plat recorded in Plat Book 5, Pages 12 and 13, in the office of the Chancery Clerk of DeSoto County, Mississippi.

1907 Colonial Hills

Lot 2151, Section J, Southaven West Subdivision, in Section 23, Township 1 South, Range 8 West, as shown on the Plat appearing of record in Plat Book 4, Pages 2 and 3, in the office of the Chancery Clerk of DeSoto County, Mississippi.

2276 Colonial Hills

Lot 2210, Section K, Southaven West Subdivision, in Sections 22 and 27, Township 1 South, Range 8 West, in the city of Southaven, Desoto County, MS as shown by the plat appearing of record in Plat Book 4, Pages 4-5 in the office of the Chancery Clerk of Desoto County, MS.